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Attorneys for Defendant
SKYWEST AIRLINES, INC.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

SKYWEST PILOTS ALPA ORGANIZING
COMMITTEE, et al.,

Plaintiffs,

vs.

SKYWEST AIRLINES, INC.,

Defendant.

Case No. C-07-2688 CRB

**DECLARATION OF ROBERT SPAGAT IN
SUPPORT OF DEFENDANT'S
OPPOSITION TO PLAINTIFFS'
APPLICATION FOR ORDER TO SHOW
CAUSE RE CONTEMPT**

Winston & Strawn LLP
101 California Street
San Francisco, CA 94111-5894

1 I, Robert Spagat, declare as follows:

2 1. I am an attorney duly admitted to practice law in the State of California, am a partner
3 at the law firm Winston & Strawn LLP ("Winston & Strawn"), and am one of the counsel of record
4 for Defendant SkyWest Airlines, Inc. ("SkyWest") in the above-referenced action. I have personal
5 knowledge of the facts set forth below, and if called upon to testify, I could and would competently
6 testify to them. I make this declaration in support of SkyWest's Opposition to Plaintiffs'
7 Application for Order to Show Cause Re Contempt.

8 2. A true and correct copy of Todd Emerson's email to Linda Lye, Doug Hall and
9 Patricia Stambelos sent on May 25, 2007 at 8:00 p.m. and the accompanying string of attached
10 emails is attached hereto as Exhibit A.

11 3. A true and correct copy of Todd Emerson's email to Linda Lye and Patricia
12 Stambelos sent on May 25, 2007 at 8:35 p.m. is attached hereto as Exhibit B.

13 4. A true and correct copy of Linda Lye's email to Stephen Berzon, Claire Prestel and
14 Elizabeth Ginsburg and me, sent on May 27, 2007 at 11:28 a.m. and the accompanying string of
15 attached emails is attached hereto as Exhibit C.

16 5. A true and correct copy of Stephen Berzon's email to Doug Hall and me, sent on May
17 30, 2007 at 6:16 p.m. is attached hereto as Exhibit D.

18
19 I declare under penalty of perjury under the laws of the United States of America that the
20 foregoing is true and correct to the best of my knowledge and belief, and this declaration was
21 executed this 4th day of June, 2007, at San Francisco, California.

22
23 Dated: June 4, 2007

WINSTON & STRAWN LLP

24
25 By: 

Robert Spagat

26
27 Attorneys for Defendant
28 SKYWEST AIRLINES, INC.

EXHIBIT A

Spagat, Robert

From: Doug Hall [DHall@fordharrison.com]
Sent: Sunday, June 03, 2007 10:35 AM
To: Spagat, Robert
Subject: FW: SkyWest Pilots ALPA Organizing Committee v. SkyWest Airlines, Inc.

From: Todd Emerson [mailto:temerson@skywest.com]
Sent: Friday, May 25, 2007 8:00 PM
To: Linda Lye; Doug Hall; Patricia Stambelos
Subject: RE: SkyWest Pilots ALPA Organizing Committee v. SkyWest Airlines, Inc.

Dear Ms. Lye,

I meant to respond to your May 24 letter, received at my office last night after close of business, by way of a formal letter. However, my infant son, who was born on Saturday, became suddenly ill and I have spent the afternoon at the hospital with him. Please forgive this less formal email response.

We fully intend to comply with the Court's Order to provide "access to the same channels of communication provided to SAPA at any point during the last year, including but not limited to a dedicated bulletin board in each crew lounge where SAPA had a dedicated bulletin board at any point in the last year."

Your bulletin board demands, however, have morphed from letter to letter. On May 22 you specifically required "SkyWest to provide a dedicated bulletin board in each crew lounge where SAPA had a dedicated bulletin board at any point in the last year. Please provide us with a list of each such location, and ensure that a bulletin board dedicated for use by the SkyWest Pilots ALPA Organizing Committee is posted in each of these locations no later than 5 pm local time." This was the full extent of your bulletin board demand. I informed you, correctly, that SAPA has never had a dedicated bulletin board in any crew lounge at any point in the last year, thus, there was no list to be provided.

Next came your May 23 letter instructing me that "nothing in the Court's Order limits its scope to crew lounges" and again demanding "dedicated bulletin boards in each and every location where SAPA has had a dedicated bulletin board at any point within the last year" followed by an accusation that I had attempted to evade the spirit and the letter of the Court's Order. I found this accusation curious, since it was your very specific demands that were limited, not my response.

Your latest letter apparently drops the demand to have dedicated bulletin boards installed and focuses instead on providing "dedicated bulletin board space of an equivalent size and in an equivalent location" of that enjoyed by SAPA as well as "a list of every location

at which SAPA has had the use of bulletin board space" at any point in the past year, by 5 pm today.

I cannot provide you with a list of every location at which SAPA has had the use of bulletin board space in the past year by 5pm today. We have over 100 stations, bases and facilities. We keep no inventory of bulletin boards. Creating a complete inventory of all bulletin boards and finding out whether and when SAPA posted something on these boards would require me to interview at least 100 people.

Mercifully, you did provide a list of locations your clients believe SAPA has posted material in the last year -- Chicago, Palm Springs and Colorado Springs. I have checked with the management of each station and have been informed that SAPA has posted on the various bulletin boards but no board has been reserved exclusively for SAPA use. The bulletin boards in Palm Springs and Colorado Springs function as typical bulletin boards do - they are a conglomeration of various postings from various departments and individuals, with SAPA postings intermingled. ALPA is obviously free to add its postings to this mix under the terms of the TRO. In Chicago there is a board which is empty except for a single 8 x 11 paper posted by SAPA under a SAPA heading. Although this board has never been dedicated by management for the exclusive use by SAPA (other orgs have posted on it from time to time) I have asked the chief to reserve an equal amount of space on the board for ALPA to use in order to avoid controversy.

Your clients are obviously aware of the location of many multiple use bulletin boards as they have filed sworn declarations identifying their location and content. (*See, e.g.*, Declaration of Andy Bharath ¶ 6.) There will be no compliance issues if your clients post on these boards and avoid boards that are obviously dedicated to operational use only. (FAA bulletins, TSA directives, Flight Ops memos, etc.)

If a compliance issue should arise, the best way to contact me over the holiday is via email or by calling 435-632-1387. Either method will reach my Blackberry. I have instructed our management to avoid unnecessary confrontation in order to fully comply with the spirit and letter of the Court's Order and I imagine that you have offered similar advice to your clients.

Sincerely,
Todd Emerson

From: Linda Lye [mailto:llye@altshulerberzon.com]
Sent: Fri 5/25/2007 5:32 PM
To: Todd Emerson; DHALL@FORDHARRISON.COM; Patricia Stambelos
Subject: RE: SkyWest Pilots ALPA Organizing Committee v. SkyWest Airlines, Inc.

Dear Mr. Emerson,
I requested a response by noon PDT but have yet to receive one. Your voicemail indicates that email

6/4/2007

may be the better way to reach you. Please confirm that you have made bulletin board space available to Plaintiffs. I also await the list of crew lounges in which SAPA has had dedicated bulletin board space.

Sincerely,
Linda Lye

From: Linda Lye
Sent: Thursday, May 24, 2007 6:28 PM
To: 'Todd Emerson'; DHALL@FORDHARRISON.COM; Patricia Stambelos
Subject: RE: SkyWest Pilots ALPA Organizing Committee v. SkyWest Airlines, Inc.

Please see attached

From: Todd Emerson [mailto:temerson@skywest.com]
Sent: Wednesday, May 23, 2007 3:04 PM
To: Linda Lye; DHALL@FORDHARRISON.COM; Patricia Stambelos
Subject: RE: SkyWest Pilots ALPA Organizing Committee v. SkyWest Airlines, Inc.

May 23, 2007

Linda Lye
Altshuler Berson
177 Post Street, Suite 300
San Francisco, CA 94108

Dear Ms. Lye,

I am writing to respond to your May 22 letter wherein you made certain inquiries in relation to implementing the TRO that was issued yesterday.

Your first request was to allow SkyWest ALPA Organizing reps to be placed on the agenda for the Tuesday, May 29, pilot training class for the duration of one hour. However, SAPA is not scheduled to present at this time. Several weeks ago SAPA was scheduled to present at the June 1 class, where the chief pilot, benefits administrator and other administrative departments will also be presenting. Stopping training on May 29 would interfere with our operations and is something that SAPA would not be entitled to cause in order to promote itself. The June 1 class falls outside of the TRO's parameters.

Second, you requested that Plaintiffs be given access to SkyWest's internal electronic messaging system to communicate with the pilot group. The SkyWest ALPA Organizing Committee members already have access to skywestonline and MyMessages, wherein they can send messages to any pilot at SkyWest. Pursuant to the TRO, we will not discipline your clients or revoke their online privileges for reasonably using these company-owned services to promote ALPA.

Third, SAPA has had no dedicated bulletin boards at any SkyWest crew lounge in the past year.

Sincerely,

Todd Emerson
General Counsel

From: Linda Lye [mailto:llye@altshulerberzon.com]
Sent: Tue 5/22/2007 9:43 PM
To: DHALL@FORDHARRISON.COM; Todd Emerson; Patricia Stambelos
Subject: SkyWest Pilots ALPA Organizing Committee v. SkyWest Airlines, Inc.

<<Hall.Emerson.Stambelos.5-22-07.pdf>> Please see attached.

Linda Lye
Altshuler Berzon LLP
177 Post Street, Suite 300
San Francisco, CA 94108
tel: (415) 421-7151
fax: (415) 362-8064

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EXHIBIT B

Spagat, Robert

From: Todd Emerson [temerson@skywest.com]
Sent: Friday, May 25, 2007 5:35 PM
To: Patricia Stambelos; llye@altshulerberzon.com
Cc: dhall@fordharrison.com; Spagat, Robert
Subject: RE: Letter of 5/25/07

Dear Ms. Lye,

It appears that Ms. Stambelos rode to my rescue while I was at the hospital and got my formal letter finished and out the door under her name. Although my email contains additional information, I believe both documents are harmonious, accurate and represent the position of SkyWest Airlines. Please forgive any confusion caused by receiving these two documents at once.

Sincerely,

Todd Emerson

From: Patricia Stambelos
Sent: Fri 5/25/2007 5:59 PM
To: llye@altshulerberzon.com
Cc: Todd Emerson; dhall@fordharrison.com; rspagat@winston.com
Subject: Letter of 5/25/07

Please see attached.

Patricia T. Stambelos, Esq.
Assistant General Counsel
SkyWest Airlines, Inc.
tel: 310.995.3079

6/4/2007

EXHIBIT C

Spagat, Robert

From: Linda Lye [llye@altshulerberzon.com]
Sent: Sunday, May 27, 2007 11:28 AM
To: Spagat, Robert; Stephen P. Berzon; Claire Prestel; elizabeth.ginsburg@alpa.org
Cc: Doug Hall; Tannis, Thelma
Subject: RE: SkyWest: Proposed Alternate Briefing and Hearing Schedule

Dear Mr. Spagat,
We believe that all parties' interests are fairly protected and indeed best served by the court ordered scheduled for the preliminary injunction hearing, and -- should SkyWest choose to file one -- a regularly noticed motion to transfer .
We are not willing to stipulate to your proposed schedule, and will file an opposition to a motion to shorten time on your transfer motion.
Best,
Linda Lye

-----Original Message-----

From: Spagat, Robert [mailto:RSpagat@winston.com]
Sent: Saturday, May 26, 2007 3:22 PM
To: Linda Lye; Stephen P. Berzon; Claire Prestel; elizabeth.ginsburg@alpa.org
Cc: Doug Hall; Tannis, Thelma
Subject: SkyWest: Proposed Alternate Briefing and Hearing Schedule

Dear Counsel:

We believe that SkyWest has a meritorious motion to transfer that should be heard before the hearing on Plaintiff's motion for a preliminary injunction. As an alternative to the briefing schedule we previously proposed, we would like to propose the following to ensure that the rights of all parties to be heard are fairly protected.

Defendant's Motion to Transfer:
Opening Brief to be filed on Sunday, May 27

Plaintiff's Opposition to be filed Wednesday, May 30

SkyWest's Reply to be filed Thursday, May 31

Hearing Monday, June 4 (assuming court can calendar it)

Plaintiff's Motion for a PI:
SkyWest's Opposition to be filed on Friday, June 1 Plaintiff's Reply to be filed on Tuesday, June 5 May 31 hearing date vacated; hearing to be rescheduled June 6, or as soon thereafter as the court can schedule it

The TRO will remain in effect until the PI hearing.

Please advise us whether you will agree to this proposal at your

earliest convenience.

-----Original Message-----

From: Linda Lye [mailto:llye@altshulerberzon.com]

Sent: Friday, May 25, 2007 2:48 PM

To: Spagat, Robert; Stephen P. Berzon; Claire Prestel;
elizabeth.ginsburg@alpa.org

Cc: Doug Hall

Subject: RE: SkyWest Motion to Transfer

Dear Mr. Spagat,

SkyWest's motion to transfer can and should be heard on a regular motion schedule. We are not agreeable to shortening time and will oppose a request to shorten time.

Regards,
Linda Lye

-----Original Message-----

From: Spagat, Robert [mailto:RSpagat@winston.com]

Sent: Friday, May 25, 2007 2:15 PM

To: Stephen P. Berzon; Linda Lye; Claire Prestel;
elizabeth.ginsburg@alpa.org

Cc: Doug Hall

Subject: SkyWest Motion to Transfer

Ladies and Gentlemen:

We will be substituting in as local counsel (replacing Reed Smith LLP only) in SkyWest Pilots ALPA Organizing Committee et al. v. SkyWest Airlines, Inc., Northern District of California Case No.

3:07-CV-02688-CRB. SkyWest Airlines, Inc. ("SkyWest") intends to file a motion to transfer venue. We would like to have the motion heard on shortened time so that it can be heard on Thursday, May 31, 2007, before the hearing on the preliminary injunction. We are making every effort to file the motion today. Please advise as to whether Plaintiffs will stipulate to having the motion heard on shortened time. Our proposed briefing schedule would be:

SkyWest's moving papers due Saturday, May 26 by noon (again, we will make every effort to file them today) Plaintiff's opposition papers due Tuesday, May 29 by 4:00 p.m.

SkyWest's reply papers due Wednesday, May 30, 2007, by noon.

We would appreciate hearing from you at your earliest convenience, but in any event, before the close of business today.

Robert Spagat
Partner
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San Francisco, CA 94111
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rspagat@winston.com

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the Internal Revenue Code of 1986, as amended.

EXHIBIT D

Spagat, Robert

From: Stephen P. Berzon [sberzon@altshulerberzon.com]
Sent: Wednesday, May 30, 2007 6:16 PM
To: dhall@fordharrison.com; Spagat, Robert
Cc: Claire Prestel; Ginsburg, Elizabeth, Legal; Linda Lye
Subject: scheduling in SkyWest Pilots ALPA Organizing Committee v. SkyWest Airlines

Dear Counsel,

Our office tried to reach Mr. Spagat but we were only able to leave a voicemail message. Defendant's motion to change time initially proposed June 7, 2007 for the preliminary injunction hearing. The court has now offered June 7, 2007, as an alternative available hearing date to June 11, 2007, with which I have an irreconcilable scheduling conflict. I am able to cancel the beginning, but not the latter portion, of my trip. We therefore request that you stipulate to holding the preliminary injunction hearing on June 7, 2007, consistent with the proposed schedule in your motion to change time. If so, we will prepare the stipulation. I would appreciate your letting me know this evening if at all possible.

Thank you in advance for your courtesy and cooperation.

Sincerely,

Stephen Berzon